

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF NORTH DAKOTA

Case number (if known) Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	Red River Subs, Inc.	
2. All other names debtor used in the last 8 years Include any assumed names, trade names and doing business as names	DBA Erbert and Gerbert's - Fargo DBA Erbert and Gerbert's - Bismarck DBA Erbert and Gerbert's - Moorhead	
3. Debtor's federal Employer Identification Number (EIN)	20-1723772	
4. Debtor's address	Principal place of business 300 Broadway N. Fargo, ND 58102 Number, Street, City, State & ZIP Code Cass County	Mailing address, if different from principal place of business P.O. Box, Number, Street, City, State & ZIP Code Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code
5. Debtor's website (URL)		
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify:	

Debtor Red River Subs, Inc.
Name

Case number (if known) _____

7. Describe debtor's business A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. *Check all that apply*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.7225**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11. *Check all that apply:*

- ☒ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

If more than 2 cases, attach a separate list.

- ☒ No.
- ☐ Yes.

District _____ When _____ Case number _____

District _____ When _____ Case number _____

Debtor Red River Subs, Inc. Case number (if known) _____
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? ☒ No ☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor Relationship _____
District _____ When _____ Case number, if known _____

11. Why is the case filed in this district? Check all that apply:
- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? ☒ No ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property? _____

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds Check one:
- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets
- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input checked="" type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities
- | | | |
|---|--|---|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |

Debtor	Red River Subs, Inc.	Case number (if known)
Name		
<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input checked="" type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

Debtor Red River Subs, Inc. Case number (if known) _____
Name

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 13, 2024
MM / DD / YYYY

X /s/ Todd Beedy
Signature of authorized representative of debtor

Todd Beedy
Printed name

Title President

18. Signature of attorney **X** /s/ Maurice Verstandig
Signature of attorney for debtor

Date January 13, 2024
MM / DD / YYYY

Maurice Verstandig
Printed name

The Dakota Bankruptcy Firm
Firm name

1630 1st Avenue N
Suite B PMB 24
Fargo, North Dakota 58102-4246
Number, Street, City, State & ZIP Code

Contact phone (701) 394-3215 Email address mac@dakotabankruptcy.com

MD18071 - District of Columbia
Bar number and State

RESOLUTION OF SHAREHOLDER OF RED RIVER SUBS, INC.

The undersigned, constituting the sole equity holder of Red River Subs, Inc. ("Red River Subs"), does hereby resolve as follows:

WHEREAS, Red River Subs has become burdened by various debts to third parties; and

WHEREAS, Red River Subs believes it can operate at a profitable level if permitted occasion to reorganize the foregoing debts; and

IT IS NOW, THEREFORE, RESOLVED as follows:

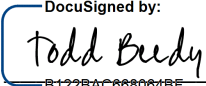
1. Pursuant to Sections 10-19.1-26, 10-19.1-32(2), 10-19.1-75 and 10-19.1-75 of the North Dakota Century Code, Todd Beedy, acting on behalf of Red River Subs, is authorized to take any and all actions necessary to file a petition for relief pursuant to Section 301 of Title 11 of the United States Code;

2. Pursuant to Sections 10-19.1-26, 10-19.1-32(2), 10-19.1-75 and 10-19.1-75 of the North Dakota Century Code, Todd Beedy is authorized to engage counsel to act as general reorganization counsel to Red River Subs, and any efforts already so taken are hereby ratified and affirmed to the extent necessary; and

3. Pursuant to Sections 10-19.1-26, 10-19.1-32(2), 10-19.1-75 and 10-19.1-75 of the North Dakota Century Code, Todd Beedy is authorized and directed to work with the general reorganization counsel of Red River Subs to reorganize Red River Subs through whatever means may be most efficient, including reapportionment of equity, sale and/or liquidation.

Dated this 12th day of January, 2024

Red River Subs, Inc.

By: 
B122BAC668064BF...
Todd Beedy
Its: Sole Shareholder

Fill in this information to identify the case:

Debtor name Red River Subs, Inc.

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 13, 2024

X /s/ Todd Beedy

Signature of individual signing on behalf of debtor

Todd Beedy

Printed name

President

Position or relationship to debtor

Fill in this information to identify the case:	
Debtor name	Red River Subs, Inc.
United States Bankruptcy Court for the:	DISTRICT OF NORTH DAKOTA
Case number (if known):	

☐ Check if this is an amended filing

Official Form 204
Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders 12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
931 on 9th, LLC 4007 State St Ste 10 Bismarck, ND 58503		Rent				\$7,654.80
Aramark Services, Inc. 5880 Nolensville Pike Nashville, TN 37211						\$6,009.79
Avenue Right, Inc. 15 Broadway N Suite 301 Fargo, ND 58102						\$2,800.00
Coca Cola Bottling Company High Country 2150 Coca Cola Lane Rapid City, SD 57702		Beverage				\$7,689.56
DFI 300 Broadway LLC 210 Broadway N Suite 300 Fargo, ND 58102		Rent				\$20,629.70
eMedia Networks, Inc. 1917 W 4th Ave. Box 503 Vancouver, BC V6J 1M7, Canada						\$405.00

Debtor Red River Subs, Inc.
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
First Community Credit Union 310 10th St SE Jamestown, ND 58401		Cash (change funds in stores) Bell Bank First Community Credit Union First Community Credit Union First Community Credit Union First Community Credit Union First Community Credit Union First Community Credit Union First Community Credit Union First Community Credit Union Credit card sales from 1/11/24 (\$5,916.39) and 1/12/24 (\$7,232.42) Food on hand Cases of Coca Cola products (approx. 40) (no value assigned to Coca Cola products in fountain machines because such could not be pragmatically liquidated except through ongoing operation of restaurant) Cleaning supplies Paper products Fire safe (x4) 2006 Buick Rendezvous with 190,000 miles Super Systems Oven/Proofer (5) Refrigerated Table 1 (double sided) (x4) and Refrigerated Table 2 (single sided) (x2) Walk-in Cooler (x4) Walk-in Freezer (x3) Non-Walk-in Freezer (x2) Prep Tables (varying sizes) (x10) Hanging lights (not recessed lights, which are owned by landlords) (x14) Tables (x38) Chairs (low chairs and barstools) (approx. 80) Ice machines (x4)		\$368,822.29	\$94,812.65	\$368,822.29

Official form 204

Chapter 11 or Chapter 9 Creditors Who Have the 20 Largest Unsecured claims

page 2

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Best Case Bankruptcy

Debtor Red River Subs, Inc.
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Midcontinent Communications 3901 N Louise Ave Sioux Falls, SD 57107						\$500.00
Midwest Communications, Inc. 904 Grand Ave Wausau, WI 54403						\$1,877.00
Montana-Dakota Utilities Co. 400 N 4th St. Bismarck, ND 58501		Utilities				\$1,900.00
Moorhead Public Service PO Box 779 Moorhead, MN 56561		Utilities				\$1,846.31
Mr. Squeegee Window Cleaning, Inc. 3332 Franklin Ave Ste 3 Bismarck, ND 58503						\$946.00
Payroll Obligations Payroll for work performed between January 8, 2024 and January 13, 2024						\$8,910.76
Plunkett's Pest Control, Inc. 40 NE 52nd Way Minneapolis, MN 55421						\$745.53
Provident Partners, L.L.C. 7226 Maple Lane Horace, ND 58047		Rent				\$7,050.00
Red River Refrigeration, Inc. 160 8th Avenue NW West Fargo, ND 58078			Disputed			\$6,457.99
Sysco Corporation 1390 Enclave Pkwy Houston, TX 77077		Food				\$31,153.81
West Central Initiative 1000 Western Avenue Fergus Falls, MN 56537		Unsecured Loan				\$10,000.00

Debtor Red River Subs, Inc. Case number (if known) _____
 Name _____

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Westwood Management, LLC 1022 Valley St Wahpeton, ND 58075		Rent				\$9,942.75
Williams & Schiller, PC 708 W. Superior St. Suite A Sandpoint, ID 83864		Bookkeeping				\$6,000.00

Fill in this information to identify the case:

Debtor name Red River Subs, Inc.

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. **Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)

1a. **Real property:**
Copy line 88 from *Schedule A/B*..... \$ 0.00

1b. **Total personal property:**
Copy line 91A from *Schedule A/B*..... \$ 94,812.65

1c. **Total of all property:**
Copy line 92 from *Schedule A/B*..... \$ 94,812.65

Part 2: Summary of Liabilities

2. **Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)
Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*..... \$ 368,822.29

3. **Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)

3a. **Total claim amounts of priority unsecured claims:**
Copy the total claims from Part 1 from line 5a of *Schedule E/F*..... \$ 8,910.76

3b. **Total amount of claims of nonpriority amount of unsecured claims:**
Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*..... +\$ 356,510.71

4. **Total liabilities**
Lines 2 + 3a + 3b \$ 734,243.76

Fill in this information to identify the case:

Debtor name Red River Subs, Inc.United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- ☐ No. Go to Part 2.
☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2.	Cash on hand	\$2,520.00
----	--------------	------------

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1.	Bell Bank	Checking	0409	\$20.37
------	-----------	----------	------	---------

3.2.	First Community Credit Union	Checking	5797	\$22,715.29
------	------------------------------	----------	------	-------------

3.3.	First Community Credit Union	Checking	3552	\$289.93
------	------------------------------	----------	------	----------

3.4.	First Community Credit Union	Checking	5782	\$549.11
------	------------------------------	----------	------	----------

3.5.	First Community Credit Union	Checking	5783	\$98.58
------	------------------------------	----------	------	---------

3.6.	First Community Credit Union	Checking	5785	\$449.64
------	------------------------------	----------	------	----------

Debtor Red River Subs, Inc. Case number (If known) _____
Name

3.7. First Community Credit Union Checking 1125 \$10.35

3.8. First Community Credit Union Checking 5781 \$0.00

3.9. First Community Credit Union Checking 5784 \$0.58

4. **Other cash equivalents** (Identify all)

5. **Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$26,653.85

Part 2: Deposits and Prepayments

6. Does the debtor have any deposits or prepayments?

- ☒ No. Go to Part 3.
☐ Yes Fill in the information below.

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- ☐ No. Go to Part 4.
☒ Yes Fill in the information below.

11. **Accounts receivable**

11a. 90 days old or less: 13,148.80 - 0.00 = \$13,148.80
face amount doubtful or uncollectible accounts

12. **Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$13,148.80

Part 4: Investments

13. Does the debtor own any investments?

- ☒ No. Go to Part 5.
☐ Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- ☐ No. Go to Part 6.
☒ Yes Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials <u>Food on hand</u>		<u>\$0.00</u>		<u>\$13,250.00</u>

Debtor Red River Subs, Inc. Case number (if known) _____

Name

20. **Work in progress**

21. **Finished goods, including goods held for resale**

22. **Other inventory or supplies**

Cases of Coca Cola products (approx. 40) (no value assigned to Coca Cola products in fountain machines because such could not be pragmatically liquidated except through ongoing operation of restaurant)

\$0.00

\$960.00

Cleaning supplies

\$0.00

\$1,600.00

Paper products

\$0.00

\$3,000.00

23. **Total of Part 5.**

Add lines 19 through 22. Copy the total to line 84.

\$18,810.00

24. **Is any of the property listed in Part 5 perishable?**

☒ No
☐ Yes

25. **Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**

☒ No
☐ Yes. Book value _____ Valuation method _____ Current Value _____

26. **Has any of the property listed in Part 5 been appraised by a professional within the last year?**

☒ No
☐ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. **Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

☒ No. Go to Part 7.
☐ Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. **Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

☐ No. Go to Part 8.
☒ Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture Fire safe (x4)	\$0.00		\$600.00

40. **Office fixtures**

41. **Office equipment, including all computer equipment and communication systems equipment and software**

Debtor Red River Subs, Inc. Case number (if known) _____
 Name

42. **Collectibles** *Examples:* Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.**
 Add lines 39 through 42. Copy the total to line 86.

\$600.00

44. **Is a depreciation schedule available for any of the property listed in Part 7?**

☒ No
☐ Yes

45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**

☒ No
☐ Yes

Part 8: Machinery, equipment, and vehicles

46. **Does the debtor own or lease any machinery, equipment, or vehicles?**

☐ No. Go to Part 9.
☒ Yes Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
47.1. 2006 Buick Rendezvous with 190,000 miles	\$0.00		\$500.00
48. Watercraft, trailers, motors, and related accessories <i>Examples:</i> Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels			
49. Aircraft and accessories			
50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)			
Super Systems Oven/Proofer (5)	\$0.00		\$7,500.00
Refrigerated Table 1 (double sided) (x4) and Refrigerated Table 2 (single sided) (x2)	\$0.00		\$5,500.00
Walk-in Cooler (x4)	\$0.00		\$6,000.00
Walk-in Freezer (x3)	\$0.00		\$4,500.00
Non-Walk-in Freezer (x2)	\$0.00		\$400.00
Prep Tables (varying sizes) (x10)	\$0.00		\$1,750.00
Hanging lights (not recessed lights, which are owned by landlords) (x14)	\$0.00		\$280.00
Tables (x38)	\$0.00		\$570.00

Debtor Red River Subs, Inc. Case number (If known) _____

Name

<u>Chairs (low chairs and barstools) (approx. 80)</u>	<u>\$0.00</u>	<u>\$800.00</u>
<u>Ice machines (x4)</u>	<u>\$0.00</u>	<u>\$600.00</u>
<u>Multi-compartment sinks (x4) (might be fixtures)</u>	<u>\$0.00</u>	<u>\$2,000.00</u>
<u>Vegetable sinks (x4) (might be fixtures)</u>	<u>\$0.00</u>	<u>\$400.00</u>
<u>Meat slicers (x8)</u>	<u>\$0.00</u>	<u>\$800.00</u>
<u>Soup warmers (x16)</u>	<u>\$0.00</u>	<u>\$400.00</u>
<u>Shelving</u>	<u>\$0.00</u>	<u>\$100.00</u>

51. **Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$32,100.00

52. **Is a depreciation schedule available for any of the property listed in Part 8?**

- ☒ No
☐ Yes

53. **Has any of the property listed in Part 8 been appraised by a professional within the last year?**

- ☒ No
☐ Yes

Part 9: Real property

54. **Does the debtor own or lease any real property?**

- ☒ No. Go to Part 10.
☐ Yes Fill in the information below.

Part 10: Intangibles and intellectual property

59. **Does the debtor have any interests in intangibles or intellectual property?**

- ☒ No. Go to Part 11.
☐ Yes Fill in the information below.

Part 11: All other assets

70. **Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.
☒ Yes Fill in the information below.

**Current value of
debtor's interest**

71. **Notes receivable**

Description (include name of obligor)

72. **Tax refunds and unused net operating losses (NOLs)**

Description (for example, federal, state, local)

73. **Interests in insurance policies or annuities**

Debtor Red River Subs, Inc. Case number (If known) _____
Name

74. **Causes of action against third parties (whether or not a lawsuit has been filed)**

Claim against Worldpay for fees wrongfully debited from checking account

\$3,500.00

Nature of claim

Amount requested

\$0.00

75. **Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**

76. **Trusts, equitable or future interests in property**

77. **Other property of any kind not already listed** *Examples: Season tickets, country club membership*

78. **Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$3,500.00

79. **Has any of the property listed in Part 11 been appraised by a professional within the last year?**

☒ No

☐ Yes

Debtor Red River Subs, Inc. Case number (if known) _____
Name

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	\$26,653.85	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$0.00	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$13,148.80	
83. Investments. <i>Copy line 17, Part 4.</i>	\$0.00	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$18,810.00	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$0.00	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	\$600.00	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$32,100.00	
88. Real property. <i>Copy line 56, Part 9.....></i>		\$0.00
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	\$0.00	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ \$3,500.00	
91. Total. Add lines 80 through 90 for each column	\$94,812.65	+ 91b. \$0.00
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		\$94,812.65

Fill in this information to identify the case:

Debtor name Red River Subs, Inc.

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

	Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
2.1 <u>First Community Credit Union</u> <small>Creditor's Name</small> <small>310 10th St SE Jamestown, ND 58401</small> <small>Creditor's mailing address</small> <small>Creditor's email address, if known</small> <small>Date debt was incurred</small> March 2019 <small>Last 4 digits of account number</small> <small>Do multiple creditors have an interest in the same property?</small> <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor:	Describe debtor's property that is subject to a lien Cash (change funds in stores); Bell Bank; First Community Credit Union; First Community Credit Union; First Community Credit Union; First Community Credit Union; First Community Credit Union; First Community Credit Union; First Community Credit Union; First Community Credit Union; Credit card sales from 1/11/24 (\$5,916.39) and 1/12/24 (\$7,232.42); Food on hand ; Cases of Coca Cola products (approx. 40) (no value assigned to Coca Cola products in fountain machines because such could not be pragmatically liquidated except through ongoing operation of restaurant); Cleaning supplies; Paper products; Fire safe (x4); 2006 Buick Rendezvous with 190,000 miles; Super Systems Oven/Proofer (5); Refrigerated Table 1 (double sided) (x4) and Refrigerated Table 2 (single sided) (x2); Walk-in Cooler (x4); Walk-in Freezer (x3); Non-Walk-in Freezer (x2); Prep Tables (varying sizes) (x10); Hanging lights (not recessed lights, which are owned by landlords) (x14); Tables (x38); Chairs (low chairs and barstools) (approx. 80); Ice machines (x4); Multi-compartment sinks (x4) (might be fixtures); Vegetable sinks (x4) (might be fixtures); Meat slicers (x8); Soup warmers (x16); Shelving; Claim against Worldpay for fees wrongfully debited from checking account Describe the lien UCC Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H) As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent	\$368,822.29 \$94,812.65

Debtor Red River Subs, Inc. Case number (if known) _____
Name
including this creditor and its relative ☐ Unliquidated
priority. ☐ Disputed

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any. \$368,822.29

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

On which line in Part 1 did you
enter the related creditor?

Last 4 digits of
account number for
this entity

Fill in this information to identify the case:

Debtor name Red River Subs, Inc.

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- ☐ No. Go to Part 2.
- ☒ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

			Total claim	Priority amount
2.1	Priority creditor's name and mailing address Internal Revenue Service PO Box 7346 Philadelphia, PA 19101-7346	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$0.00	\$0.00
	Date or dates debt was incurred	Basis for the claim:		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
2.2	Priority creditor's name and mailing address Minnesota Department of Revenue 600 Robert St N Saint Paul, MN 55101	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$0.00	\$0.00
	Date or dates debt was incurred	Basis for the claim:		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
2.3	Priority creditor's name and mailing address North Dakota Office of State Tax Commiss 600 E. Boulevard Ave. Dept. 127 Bismarck, ND 58505	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$0.00	\$0.00
	Date or dates debt was incurred	Basis for the claim:		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

Debtor	Red River Subs, Inc. <small>Name</small>		Case number (if known)	
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2.4	Priority creditor's name and mailing address Payroll Obligations Payroll for work performed between January 8, 2024 and January 13, 2024	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$8,910.76	\$8,910.76
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Date or dates debt was incurred	Basis for the claim:
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Last 4 digits of account number	Is the claim subject to offset?
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Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4)	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

			Amount of claim	
3.1	Nonpriority creditor's name and mailing address 931 on 9th, LLC 4007 State St Ste 10 Bismarck, ND 58503 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Rent</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$7,654.80	
3.2	Nonpriority creditor's name and mailing address Aramark Services, Inc. 5880 Nolensville Pike Nashville, TN 37211 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$6,009.79	
3.3	Nonpriority creditor's name and mailing address Avenue Right, Inc. 15 Broadway N Suite 301 Fargo, ND 58102 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$2,800.00	
3.4	Nonpriority creditor's name and mailing address Coca Cola Bottling Company High Country 2150 Coca Cola Lane Rapid City, SD 57702 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Beverage</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$7,689.56	
3.5	Nonpriority creditor's name and mailing address DFI 300 Broadway LLC 210 Broadway N Suite 300 Fargo, ND 58102 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Rent</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$20,629.70	

Debtor	Red River Subs, Inc. <small>Name</small>		Case number (if known)
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3.6	Nonpriority creditor's name and mailing address E & G Franchise Systems, Inc. 800 Wisconsin St. Mailbox 74Bdlg D2 Suite 315 Eau Claire, WI 54703 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <div style="margin-top: 10px;"> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed </div> Basis for the claim: <u>Royalties and Advertising Fee for Preceding Week</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Unknown
3.7	Nonpriority creditor's name and mailing address eMedia Networks, Inc. 1917 W 4th Ave. Box 503 Vancouver, BC V6J 1M7, Canada Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <div style="margin-top: 10px;"> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed </div> Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$405.00
3.8	Nonpriority creditor's name and mailing address Midcontinent Communications 3901 N Louise Ave Sioux Falls, SD 57107 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <div style="margin-top: 10px;"> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed </div> Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$500.00
3.9	Nonpriority creditor's name and mailing address Midwest Communications, Inc. 904 Grand Ave Wausau, WI 54403 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <div style="margin-top: 10px;"> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed </div> Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,877.00
3.10	Nonpriority creditor's name and mailing address Montana-Dakota Utilities Co. 400 N 4th St. Bismarck, ND 58501 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <div style="margin-top: 10px;"> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed </div> Basis for the claim: <u>Utilities</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,900.00
3.11	Nonpriority creditor's name and mailing address Moorhead Public Service PO Box 779 Moorhead, MN 56561 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <div style="margin-top: 10px;"> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed </div> Basis for the claim: <u>Utilities</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,846.31
3.12	Nonpriority creditor's name and mailing address Mr. Squeegee Window Cleaning, Inc. 3332 Franklin Ave Ste 3 Bismarck, ND 58503 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <div style="margin-top: 10px;"> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed </div> Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$946.00
3.13	Nonpriority creditor's name and mailing address Northstar Plumbing LLC 3039 Ridge Dr E West Fargo, ND 58078 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <div style="margin-top: 10px;"> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed </div> Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$225.00

Debtor Red River Subs, Inc. Case number (if known) _____
Name

3.14	Nonpriority creditor's name and mailing address Plunkett's Pest Control, Inc. 40 NE 52nd Way Minneapolis, MN 55421 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <u>\$745.53</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.15	Nonpriority creditor's name and mailing address Provident Partners, L.L.C. 7226 Maple Lane Horace, ND 58047 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <u>\$7,050.00</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Rent</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.16	Nonpriority creditor's name and mailing address Red River Refrigeration, Inc. 160 8th Avenue NW West Fargo, ND 58078 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <u>\$6,457.99</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.17	Nonpriority creditor's name and mailing address Sysco Corporation 1390 Enclave Pkwy Houston, TX 77077 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <u>\$31,153.81</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Food</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.18	Nonpriority creditor's name and mailing address T&R Lock LLC d/b/a Lynn Johnson Lock & Key Service 1001 23rd St S Ste D Fargo, ND 58103 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <u>\$123.00</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.19	Nonpriority creditor's name and mailing address Todd Beedy 4434 4th St S Moorhead, MN 56550 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <u>\$232,421.80</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>ERTC Credits Deposited Into Company Accounts</u> Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes
3.20	Nonpriority creditor's name and mailing address Triton Imaging Systems 175 Shoreline Ct Richmond, CA 94804 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <u>\$132.67</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.21	Nonpriority creditor's name and mailing address West Central Initiative 1000 Western Avenue Fergus Falls, MN 56537 Date(s) debt was incurred <u>July 2020</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <u>\$10,000.00</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Unsecured Loan</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes

Debtor Red River Subs, Inc. Case number (if known) _____

Name

3.22 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** *Check all that apply.* \$9,942.75
 Westwood Management, LLC
 1022 Valley St
 Wahpeton, ND 58075
☐ Contingent
☐ Unliquidated
☐ Disputed
 Date(s) debt was incurred _____
 Last 4 digits of account number _____
Basis for the claim: Rent
 Is the claim subject to offset? ☒ No ☐ Yes

3.23 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** *Check all that apply.* \$6,000.00
 Williams & Schiller, PC
 708 W. Superior St.
 Suite A
 Sandpoint, ID 83864
☐ Contingent
☐ Unliquidated
☐ Disputed
 Date(s) debt was incurred _____
 Last 4 digits of account number _____
Basis for the claim: Bookkeeping
 Is the claim subject to offset? ☒ No ☐ Yes

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

	Name and mailing address	On which line in Part1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1	Aramark Services, Inc. c/o C T Corporation System 120 W Sweet Ave Bismarck, ND 58504	Line <u>3.2</u> <input type="checkbox"/> Not listed. Explain _____	—
4.2	Avenue Right, Inc. c/o Karen White 15 Broadway N Suite 301 Fargo, ND 58102	Line <u>3.3</u> <input type="checkbox"/> Not listed. Explain _____	—
4.3	Midco Attn: Legal 4020 Cayman St. Sioux Falls, SD 57107	Line <u>3.8</u> <input type="checkbox"/> Not listed. Explain _____	—
4.4	Midwest Communications, Inc. c/o C T Corporation System 120 W Sweet Ave Bismarck, ND 58504	Line <u>3.9</u> <input type="checkbox"/> Not listed. Explain _____	—
4.5	Mike Allmendinger 210 Broadway N Suite 300 Fargo, ND 58102	Line <u>3.5</u> <input type="checkbox"/> Not listed. Explain _____	—
4.6	Montana Dakota Utilities Co. c/o C T Corporation System 120 W Sweet Ave. Bismarck, ND 58504	Line <u>3.10</u> <input type="checkbox"/> Not listed. Explain _____	—
4.7	Mr. Squeegee Window Cleaning, Inc. c/o Matthew Liudahl 5312 Shoal Dr PO Box 49 Bismarck, ND 58502	Line <u>3.12</u> <input type="checkbox"/> Not listed. Explain _____	—

Debtor	Name	Case number (if known)
	Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?
		Last 4 digits of account number, if any
4.8	Plunkett's Pest Control, Inc. c/o C T Corporation System 120 W Sweet Ave Bismarck, ND 58504	Line <u>3.14</u> <input type="checkbox"/> Not listed. Explain _____
4.9	Sysco Corporation c/o Corporation Service Company 418 N 2nd St. Bismarck, ND 58501	Line <u>3.17</u> <input type="checkbox"/> Not listed. Explain _____
4.10	T&R Lock LLC c/o Anthony Lyle Bunnis 1001 23rd St S Ste D Fargo, ND 58103	Line <u>3.18</u> <input type="checkbox"/> Not listed. Explain _____
4.11	Williams & Schiller, PC c/o Mark Schiller, Registered Agent 4631 40th Ave S. 150 Fargo, ND 58104	Line <u>3.23</u> <input type="checkbox"/> Not listed. Explain _____

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

5b. Total claims from Part 2

5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

Total of claim amounts	
5a.	\$ <u>8,910.76</u>
5b. +	\$ <u>356,510.71</u>
5c.	\$ <u>365,421.47</u>

Fill in this information to identify the case:

Debtor name Red River Subs, Inc.

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal* (Official Form 206A/B).

Property

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1.	State what the contract or lease is for and the nature of the debtor's interest	Lease of 931 S. 9th St., Bismarck, ND 58504
	State the term remaining	Ten months
	List the contract number of any government contract	931 on 9th, LLC 4007 State St Ste 10 Bismarck, ND 58503
2.2.	State what the contract or lease is for and the nature of the debtor's interest	Lease of 300 Broadway N., Fargo, ND 58102
	State the term remaining	Nine months
	List the contract number of any government contract	DFI 300 Broadway LLC 210 Broadway N Suite 300 Fargo, ND 58102
2.3.	State what the contract or lease is for and the nature of the debtor's interest	Franchise agreement for operation of Erbert and Gerbert's restaurants
	State the term remaining	E & G Franchise Systems, Inc. 800 Wisconsin St. Mailbox 74Bdlg D2 Suite 315 Eau Claire, WI 54703
	List the contract number of any government contract	
2.4.	State what the contract or lease is for and the nature of the debtor's interest	Lease of property at 3060 25th St S., Fargo, ND 58103
	State the term remaining	Uncertain
	List the contract number of any government contract	Provident Partners, L.L.C. 7226 Maple Lane Horace, ND 58047

Debtor 1 Red River Subs, Inc. Case number (if known) _____
First Name Middle Name Last Name

Additional Page if You Have More Contracts or Leases

2. List all contracts and unexpired leases State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.5. State what the contract or lease is for and the nature of the debtor's interest Lease of 212 8th Street South, Moorhead, MN 56560

State the term remaining Eleven months

List the contract number of any government contract _____ Westwood Management, LLC 1022 Valley St Wahpeton, ND 58075

Fill in this information to identify the case:

Debtor name Red River Subs, Inc.

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206H
Schedule H: Your Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

- ☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- ☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

Name

Mailing Address

Name

Check all schedules that apply:

2.6 Todd Beedy

4434 4th St S
Moorhead, MN 56550

First Community Credit
Union

☒ D 2.1
☐ E/F _____
☐ G _____

2.7 Todd Beedy

4434 4th St S
Moorhead, MN 56550

E & G Franchise
Systems, Inc.

☐ D _____
☐ E/F _____
☒ G 2.3

Fill in this information to identify the case:

Debtor name Red River Subs, Inc.

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From 01/01/2024 to Filing Date

☒ Operating a business

\$36,363.26

☐ Other _____

For prior year:
From 01/01/2023 to 12/31/2023

☒ Operating a business

\$2,164,748.54

☐ Other _____

For year before that:
From 01/01/2022 to 12/31/2022

☒ Operating a business

\$2,997,948.00

☐ Other _____

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

Debtor Red River Subs, Inc.

Case number (if known) _____

☐ None.

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer Check all that apply
3.1. First Community Credit Union 310 10th St SE Jamestown, ND 58401	Past three months (regular payments on loan)	\$29,271.54	<input checked="" type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other _____

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. Todd Beedy 4434 4th St S Moorhead, MN 56550 Owner / President	Each payroll (\$3,076.92 per payroll)	\$79,999.92	Employment by debtor
4.2. Todd Beedy 4434 4th St S Moorhead, MN 56550 Owner / President	Each month for the preceding twelve months	\$27,506.36	Expense reimbursements (January 2023: \$3,944.31; February 2023: \$2,110.14; March 2023: \$1,950.35; April 2023: \$1,015.85; May 2023: \$2,351.63; June 2023: \$1,262.19; July 2023: \$3,370.97; August 2023: \$1,761.20; September 2023: \$2,467.36; October 2023: \$1,655.84; November 2023: \$3,598.16; December 2023: \$2,018.36)
4.3. Todd Beedy 4434 4th St S Moorhead, MN 56550 Sole Owner / President	January 26, 2023	\$14,333.00	Tax distribution
4.4. Todd Beedy 4434 4th St S Moorhead, MN 56550 See Item 13	See Item 13	\$80,000.00	See Item 13

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
-----------------------------	--------------------------	------	-------------------

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

Debtor Red River Subs, Inc.

Case number (if known) _____

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
-----------------------------	---	-----------------------	--------

Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. Red River Refrigeration, Inc. v. Todd Beedy (Debtor Not a Party But Likely the Proper Party in Interest) 09-2024-SC-16	Civil	Cass County District Court 211 9th St S Fargo, ND 58103	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None**Part 4: Certain Gifts and Charitable Contributions****9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
------------------------------	---	-------------	-------

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
	If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).		

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

Debtor Red River Subs, Inc. Case number (if known) _____

	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1.	The Dakota Bankruptcy Firm 1630 1st Avenue N Suite B PMB 24 Fargo, ND 58102		January 11, 2024	\$15,000.00
	Email or website address <u>http://www.dakotabankruptcy.com</u>			
	Who made the payment, if not debtor? Todd Beedy			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☐ None.

	Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1	Derek Sunderland 2102 Great Northern Dr N Fargo, ND 58102	Repayment of loans made to equity to acquire company	February 2023	\$40,000.00
	Relationship to debtor Lender			
13.2	Steve Thom 3171 44th St Suite 101 Fargo, ND 58104	Repayment of loans made to equity to acquire company	February 2023	\$40,000.00
	Relationship to debtor Lender			

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

	Address	Dates of occupancy From-To
14.1.	3402 13th Avenue South Fargo, ND 58103	

Debtor Red River Subs, Inc. Case number (if known) _____

Address

**Dates of occupancy
From-To**

14.2. 3000 32nd Avenue S.
Grand Forks, ND 58201

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

Facility name and address

**Nature of the business operation, including type of services
the debtor provides**

**If debtor provides
meals and housing,
number of patients in
debtor's care**

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

- ☒ No.
☐ Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☒ No. Go to Part 10.
☐ Yes. Does the debtor serve as plan administrator?

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

- ☒ None

**Financial Institution name and
Address**

**Last 4 digits of
account number**

**Type of account or
instrument**

**Date account was
closed, sold,
moved, or
transferred**

**Last balance
before closing or
transfer**

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

- ☒ None

Depository institution name and address

**Names of anyone with
access to it
Address**

Description of the contents

**Does debtor
still have it?**

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

Debtor Red River Subs, Inc.

Case number (if known) _____

☐ None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Bison State Storage 1000 36th St S Fargo, ND 58103	Todd Beedy 4434 4th St S Moorhead, MN 56550	Shelving, marketing materials, items for off-premises sales events, abandoned items from a Noodles & Co. franchisee, employee records, misc. items (containers, bread pans, etc.)	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None**Part 12: Details About Environment Information**

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

☒ No.
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
---------------------------	----------------------------------	--------------------	----------------

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	------------------------------------	-----------------------------	----------------

24. Has the debtor notified any governmental unit of any release of hazardous material?

☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	------------------------------------	-----------------------------	----------------

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☒ None

Debtor Red River Subs, Inc. Case number (if known) _____

Business name address

Describe the nature of the business

Employer Identification number

Do not include Social Security number or ITIN.

Dates business existed

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address

**Date of service
From-To**

26a.1. Williams & Schiller, PC
708 W. Superior St.
Suite A
Sandpoint, ID 83864

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☒ None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address

**If any books of account and records are
unavailable, explain why**

26c.1. Williams & Schiller, PC
708 W. Superior St.
Suite A
Sandpoint, ID 83864

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None

Name and address

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☐ No

☒ Yes. Give the details about the two most recent inventories.

**Name of the person who supervised the taking of the
inventory**

Date of inventory

**The dollar amount and basis (cost, market,
or other basis) of each inventory**

27.1 Various Managers

Monthly

Not Included in Inventory (Inventory
Taken Monthly as Part of Standard
Operating Procedure for Franchise)

**Name and address of the person who has possession of
inventory records**

Todd Beedy
4434 4th St S
Moorhead, MN 56550

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Debtor Red River Subs, Inc.

Case number (if known) _____

Name	Address	Position and nature of any interest	% of interest, if any
Todd Beedy	4434 4th St S Moorhead, MN 56550	President and Sole Owner	100

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☒ No
☐ Yes. Identify below.

30. **Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☐ No
☒ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1 Todd Beedy 4434 4th St S Moorhead, MN 56550	See Question 4	See Question 4	See Question 4
Relationship to debtor President / Sole Owner			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the pension fund

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.
18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 13, 2024

/s/ Todd Beedy

Signature of individual signing on behalf of the debtor

Todd Beedy

Printed name

Position or relationship to debtor President

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- ☐ No
☒ Yes

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

page 8

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NORTH DAKOTA

In re:)	Case No. 24-30010
)	(Chapter 11)
RED RIVER SUBS, INC.)	
)	
Debtor.)	
_____)	

**NOTES ACCOMPANYING SCHEDULES
AND STATEMENT OF FINANCIAL AFFAIRS**

1. The debtor's revenue for 2023 does not include monies earned through operation of a restaurant at 3402 13th Avenue South, Fargo, ND 58103, which did operate in 2023 before being closed. The revenue numbers for this former location are not readily accessible through the company's accounting system, by virtue of the location having been closed. It is anticipated numbers will be received as the entity works to file taxes for 2023; should such occur during the pendency of this case, the Statement of Financial Affairs will be seasonably updated.

2. The debtor periodically makes in-kind food and beverage donations to local causes. Some of these donations, if valued at retail prices (as opposed to at raw cost), may exceed \$1,000.00. The debtor has not, however, made any monetary donations of over \$1,000.00 in the preceding year.

3. Though not a casualty from the preceding year, the debtor does have a pending insurance claim related to issues stemming from an air conditioning unit at the debtor's Moorhead location. It is reasonably expected this claim will be resolved through the in-kind replacement of certain facets of the unit, and the debtor does not reasonably anticipate receiving any money on account of this claim.

4. Undersigned counsel's retainer was paid by the debtor's principal. While this would be a permissible incursion of debt in advance of bankruptcy, inasmuch as the debtor's principal

understood the purpose of the monies being paid and was aware that a bankruptcy would follow in short order, the principal and the debtor have elected to *not* regard these monies as a loan but, rather, to treat them as a capital contribution paid directly to a third party for the benefit of the debtor.

5. The debtor is not classifying month-to-month trade service agreements (utilities, food supply, beverage supply, cleaning product supply, etc.) as executory contracts inasmuch as the debtor does not have any forward-looking obligation under these arrangements. The debtor may reference these in a plan of reorganization, however, and appreciates that there may exist arguments to nonetheless classify them as executory contracts.

6. The debtor regards the Noodles & Co. paraphernalia, held in a storage locker, as being abandoned. Accordingly, the debtor does not regard this as property belonging to another. For the avoidance of doubt, however, the debtor is *not* operating a Noodles & Co. franchise.

Respectfully Submitted,

Dated: January 13, 2024

By: /s/ Maurice B. VerStandig
Maurice B. VerStandig, Esq.
The Dakota Bankruptcy Firm
1630 1st Avenue N
Suite B PMB 24
Fargo, North Dakota 58102-4246
Phone: (701) 394-3215
mac@dakotabankruptcy.com
Proposed Counsel for the Debtor

**United States Bankruptcy Court
District of North Dakota**

In re Red River Subs, Inc.

Debtor(s)

Case No.

Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Todd Beedy 4434 4th St S Moorhead, MN 56550			Sole Shareholder

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date January 13, 2024

Signature /s/ Todd Beedy
Todd Beedy

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

B2030 (Form 2030) (12/15)

United States Bankruptcy Court
District of North Dakota

In re Red River Subs, Inc.

Debtor(s)

Case No.

Chapter

11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

☐ **FLAT FEE**

For legal services, I have agreed to accept \$ _____

Prior to the filing of this statement I have received \$ _____

Balance Due \$ _____

☒ **RETAINER**

For legal services, I have agreed to accept and received a retainer of \$ 15,000.00

The undersigned shall bill against the retainer at an hourly rate of \$ 400.00

[Or attach firm hourly rate schedule.] Debtor(s) have agreed to pay all Court approved fees and expenses exceeding the amount of the retainer.

2. The source of the compensation paid to me was:

☐ Debtor ☒ Other (specify): Todd Beedy

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

Representation of debtor in all facets of Chapter 11 process, including adversary proceedings and appeals

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

Representation of debtor in any proceeding before any court except the United States Bankruptcy Court for the District of North Dakota and those courts to which appeals therefrom may be taken.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

January 13, 2024

Date

/s/ Maurice Verstandig

Maurice Verstandig

Signature of Attorney

The Dakota Bankruptcy Firm

1630 1st Avenue N

Suite B PMB 24

Fargo, North Dakota 58102

mac@dakotabankruptcy.com

Name of law firm

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NORTH DAKOTA

In re:)	Case No. 24-30010
)	(Chapter 11)
RED RIVER SUBS, INC.)	
)	
Debtor.)	
_____)	

**SUPPLEMENT TO DISCLOSURE OF
COMPENSATION OF ATTORNEY FOR DEBTOR**

1. On January 11, 2024, Todd Beedy, the sole shareholder of Red River Subs, Inc. (the “Debtor”), paid a retainer, for the Debtor, in the sum of \$15,000.00.
2. The sum of \$3,360.00 was incurred in pre-petition services, together with \$1,738.00 for the Chapter 11 filing fee, for a total of \$5,098.00
3. The sum of \$9,902.00 remains in trust, being the remainder of the Debtor’s retainer.

Dated: January 13, 2024

By: /s/ Maurice B. VerStandig
Maurice B. VerStandig, Esq.
The Dakota Bankruptcy Firm
1630 1st Avenue N
Suite B PMB 24
Fargo, North Dakota 58102-4246
Phone: (701) 394-3215
mac@dakotabankruptcy.com
Proposed Counsel for the Debtor

**United States Bankruptcy Court
District of North Dakota**

In re	<u>Red River Subs, Inc.</u>	Case No.	<u> </u>
	Debtor(s)	Chapter	<u>11</u>

VERIFICATION OF CREDITOR MATRIX

I, the President of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date:	<u>January 13, 2024</u>	<u>/s/ Todd Beedy</u>
		Todd Beedy/President
		Signer/Title

931 on 9th, LLC
4007 State St Ste 10
Bismarck, ND 58503

Aramark Services, Inc.
5880 Nolensville Pike
Nashville, TN 37211

Aramark Services, Inc.
c/o C T Corporation System
120 W Sweet Ave
Bismarck, ND 58504

Avenue Right, Inc.
15 Broadway N Suite 301
Fargo, ND 58102

Avenue Right, Inc.
c/o Karen White 15 Broadway N Suite 301
Fargo, ND 58102

Coca Cola Bottling Company High Country
2150 Coca Cola Lane
Rapid City, SD 57702

DFI 300 Broadway LLC
210 Broadway N Suite 300
Fargo, ND 58102

E & G Franchise Systems, Inc.
800 Wisconsin St. Mailbox 74Bdlg D2
Suite 315
Eau Claire, WI 54703

eMedia Networks, Inc.
1917 W 4th Ave.
Box 503 Vancouver, BC V6J 1M7, Canada

First Community Credit Union
310 10th St SE
Jamestown, ND 58401

Instant Checkmate, LLC
3111 Camino Del Rio N Suite 400
San Diego, CA 92108

Internal Revenue Service
PO Box 7346
Philadelphia, PA 19101-7346

Midco
Attn: Legal
4020 Cayman St.
Sioux Falls, SD 57107

Midcontinent Communications
3901 N Louise Ave
Sioux Falls, SD 57107

Midwest Communications, Inc.
904 Grand Ave
Wausau, WI 54403

Midwest Communications, Inc.
c/o C T Corporation System
120 W Sweet Ave
Bismarck, ND 58504

Mike Allmendinger
210 Broadway N Suite 300
Fargo, ND 58102

Minnesota Department of Revenue
600 Robert St N
Saint Paul, MN 55101

Montana Dakota Utilities Co.
c/o C T Corporation System
120 W Sweet Ave.
Bismarck, ND 58504

Montana-Dakota Utilities Co.
400 N 4th St.
Bismarck, ND 58501

Moorhead Public Service
PO Box 779
Moorhead, MN 56561

Mr. Squeegee Window Cleaning, Inc.
3332 Franklin Ave Ste 3
Bismarck, ND 58503

Mr. Squeegee Window Cleaning, Inc.
c/o Matthew Liudahl
5312 Shoal Dr PO Box 49
Bismarck, ND 58502

North Dakota Office of State Tax Commiss
600 E. Boulevard Ave. Dept. 127
Bismarck, ND 58505

Northstar Plumbing LLC
3039 Ridge Dr E
West Fargo, ND 58078

Plunkett's Pest Control, Inc.
40 NE 52nd Way
Minneapolis, MN 55421

Plunkett's Pest Control, Inc.
c/o C T Corporation System
120 W Sweet Ave
Bismarck, ND 58504

Provident Partners, L.L.C.
7226 Maple Lane
Horace, ND 58047

Punchh
1875 S Grant St #810
San Mateo, CA 94402

Red River Refrigeration, Inc.
160 8th Avenue NW
West Fargo, ND 58078

Revel Systems
88 1st Street 2nd Floor
San Francisco, CA 94105

Sysco Corporation
1390 Enclave Pkwy
Houston, TX 77077

Sysco Corporation
c/o Corporation Service Company
418 N 2nd St.
Bismarck, ND 58501

T&R Lock LLC
d/b/a Lynn Johnson Lock & Key Service
1001 23rd St S Ste D
Fargo, ND 58103

T&R Lock LLC
c/o Anthony Lyle Bunnis
1001 23rd St S Ste D
Fargo, ND 58103

Todd Beedy
4434 4th St S
Moorhead, MN 56550

Triton Imaging Systems
175 Shoreline Ct
Richmond, CA 94804

West Central Initiative
1000 Western Avenue
Fergus Falls, MN 56537

Westwood Management, LLC
1022 Valley St
Wahpeton, ND 58075

Williams & Schiller, PC
708 W. Superior St. Suite A
Sandpoint, ID 83864

Williams & Schiller, PC
c/o Mark Schiller, Registered Agent
4631 40th Ave S. 150
Fargo, ND 58104

**United States Bankruptcy Court
District of North Dakota**

In re Red River Subs, Inc.

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Red River Subs, Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [*Check if applicable*]

January 13, 2024

Date

/s/ Maurice Verstandig

Maurice Verstandig

Signature of Attorney or Litigant

Counsel for Red River Subs, Inc.

The Dakota Bankruptcy Firm

1630 1st Avenue N

Suite B PMB 24

Fargo, North Dakota 58102-4246

Fax:

mac@dakotabankruptcy.com